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8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA**
10 **SAN FERNANDO VALLEY DIVISION**

11 In re

12 Oracle Transportation Solutions, Inc.,
13
14

Debtor.
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16
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CASE NO: 1:14-bk-15360 MT

CHAPTER 11

DECLARATION OF TIGRAN
GEVORGYAN IN SUPPORT OF FIRST
DAY MOTIONS

Date : December 4, 2014

Time : 11:00 a.m.

Place : Courtroom 302

Petition filed December 1, 2014

18
19 **FIRST DAY DECLARATION OF TIGRAN GEVORGYAN**

20 I, Tigran Gevorgyan, declare as follows:

- 21 1. I am the CEO of Oracle Transportation Solutions, Inc., an active California
22 corporation in good standing. ("Oracle" or "Debtor"). My business address
23 is 6422 Bellingham Avenue, Suite 203, North Hollywood, CA 91606. My
24 statements here are based on my personal knowledge. If called to testify about
25 the contents of my declaration, I could and would testify competently about the
26 contents of this declaration.
27 2. This declaration is intended to accompany the Debtor's first day motions. This
28

1 declaration provides background on the Debtor, the events leading the Debtor
2 to seek relief now, and information particular to various first day motions.

3 I.

4 **Background of the Debtor and Its Business**

5 3. The Debtor commenced its case by filing a voluntary petition for relief under
6 chapter 11 of the U.S. Bankruptcy Code on December 1, 2014. No committee
7 has been appointed.

8 4. The Debtor operates a trucking company. It has a small office in North
9 Hollywood and parking facilities and spaces for its trucks in the northeast San
10 Fernando Valley.

11 5. The Debtor's business model is an interesting one. Normally, trucking
12 companies will run five or fewer trucks on the low end or thousands of trucks
13 (on the high end) in order to be profitable. At the lower end, the operations
14 tend to be mom and pop businesses where costs are kept low because family
15 is doing the work and the costs of a larger business are avoided. The
16 companies at the higher end operate so many trucks, they have the economy
17 of scale which permits them to deliver a product (trucking jobs) at competitive
18 prices but while permitting the trucking company to eke out a profit.

19 6. Either through owned trucks or by sending trucking jobs out to independent
20 operators or corporations, Oracle operates in what is typically a no-mans land
21 running about 40 trucks. Oracle is able to do so for various reasons:

- 22 • It has been able to obtain lower insurance rates than is typical in the
23 trucking industry for a company of its size.
- 24 • The model of farming out contracts permits Oracle to keep a portion of
25 the monies charged for the job but without having to incur the major
26 expenses of owning and operating a truck.
- 27 • The company has emphasized customer service with the brokers and
28 companies who offer the trucking contracts. Some of them will pay

1 more money to induce Oracle to take the trucking contract.

2 • The company instituted certain practices which are typical of large
3 trucking companies with many more trucks. In brief, trucks are
4 equipped with GPS, there is satellite tracking of trucks and on certain
5 loads with higher value cargos, two drivers will be used.

6 7. The Debtor has serious problems it needs to work on while in chapter 11.
7 Here is a short summary:

8 • Prepetition, the Debtor was trucking what it understood to be a low value
9 load. The load was stolen and it then turned out the load's value was
10 perhaps \$1,000,000. The Debtor's insurance carrier did not cover the
11 loss because the driver was away from the vehicle and the coverage did
12 not cover theft while the driver was away from the vehicle. The broker
13 apparently paid the owner of the load and then sued Oracle. The
14 broker, CEVA, obtained a judgment and moved to execute. It had
15 levied on approximately \$100,000 of Oracle monies shortly before the
16 chapter 11 petition was filed. The loss of that money would be difficult
17 from which to recover.

18 • The Debtor has a line of credit with Wells Fargo Bank. When the CEVA
19 levy hit, Wells Fargo became nervous and it appears Wells Fargo
20 transferred the line of credit to its troubled loan department.

21 • The Debtor had an immediate and very serious cash flow problem.

22 • Another creditor, EZ Mailing Services, Inc., holds a claim for some
23 \$286,000. Oracle cannot afford to pay this claim in full.

24 • The Debtor's management works long hours on a seven day basis.
25 They have been remarkably successful building a company through the
26 Great Recession where before the Debtor's business did not exist. They
27 have obtained high end trucking contracts and have built a reputation
28 for Oracle. Oracle does not have strong financial reporting abilities.

1 As a result, Oracle is unable to present now to the Court financial
2 reports showing its income and expenses and its assets and liabilities.
3 • Management needs guidance and training to increase their
4 sophistication and their abilities to manage and lead the business.
5 During the chapter 11 case, management will get that training.

6 8. As a result of these various problems, Oracle sought relief under chapter 11.

7 II.

8 The Debtor Is Taking Steps to Reorganize
9 and Will Continue to Do So During the Chapter 11 Case.

10 9. Despite the problems, the Debtor's prospects are good.

- 11 • It has a good company and a solid proven business model.
- 12 • The Debtor will improve its financial reporting, very quickly.
- 13 • Management will improve its skills.

14 10. This is an emergency filing and as the case moves along, the Debtor will
15 identify other business and operational problems that may exist and will
16 work to solve those problems too.

17 IV.

18 The Debtor's Assets, Income, Expenses and Liabilities.

19 11. In the following paragraphs are discussions about the assets, income,
20 expenses and liabilities. As the Debtor's CEO, I oversee administrative
21 functions and business operations. I am actively involved in generating
22 income and overseeing the expenses. All business decisions are made
23 through me. I am the person in charge. The company is working hard to
24 improve the quality of its financial reports. I have come to learn that they
25 have not been as accurate as I would have liked them to be. The details
26 and reports discussed below were prepared after personnel worked through
27 the Debtor's financial books and records looking to correct errors.

28 12. Assets. The Debtor owns approximately 23 trucks that are being financed.

1 The Debtor owns 4 older trucks that are paid in full. The Debtor also owns
2 some furniture Due to the financial reporting issues discussed above, the
3 Debtor is unable to provide an accurate report listing the Debtor's assets,
4 their values, and the amount of equity in some of its assets. The Debtor has
5 not had an opportunity to fully prepare for the chapter 11 filing. When the
6 Debtor files its complete Schedules, it will have a complete listing of assets.

7 13. Receivables amount to approximately \$500,610.62. This amount is based
8 on the Debtor's estimate. The Debtor is unable to provide an aged
9 receivables report at this time but, as it works on the financial reporting
10 issues, the Debtor will provide an aged receivables reports with future
11 motions. Monies on hand amount to \$113,008.57. Of this amount, the
12 levied monies amount to \$97,931.61. Wells Fargo Bank is owed
13 approximately \$579,543.16 on its line of credit.

14 14. Income and Expenses. The Debtor is attaching selected pages from its year
15 2011, 2012 and 2013 federal income tax returns reflecting income and
16 expenses for those years. They are attached here as **Exhibit "B"**. The tax
17 returns were prepared by the company's accountant on my direction. I
18 worked with the accountant on the reports and its preparation. They are
19 true and correct copies of what they appear to be.

20 15. Based on available information, year to date gross revenues for year 2014,
21 as of December 2, 2014, was approximately \$6,648,250.09.

22 16. Secured Claims. The California Secretary of State's records indicate various
23 liens have been filed. Copies of the liens are attached here as **Exhibit "E."**

24 17. Unsecured Claims. Based on available information which will be updated,
25 unsecured claims against the estate amount to \$448,546.00. This figure
26 will change as the Debtor works on its financial reports.

27 V.

28 First Day Motions.

1 18. I have read the First Day Motions. I have participated in the analysis which
2 underlies them.

3 **Emergency Application for Authority to Use Cash**

4 **Collateral on an Interim and Final Basis.**

5 19. As I understand it, a motion to use cash collateral is required when a
6 creditor asserts it is secured by the Debtor's monies and receivables. Here I
7 believe the secured creditors will assert they hold security interests in the
8 company's monies. They may or may not be correct.

9 20. The income and expense projection with cash flow is attached to this
10 Declaration as **Exhibit "A."** I worked on this projection with staff. As the
11 Debtor's CEO, I am responsible for monitoring the company's income and
12 expenses and its business operations. The report shows projected income
13 and expenses as well as cash flow in the next interim period. It is the
14 Debtor's best estimation going forward for the interim period.

15 21. The Debtor requires the use of cash collateral in order to operate its
16 business, to pay independent corporations and independent truckers and
17 Oracle's employees, to pay rent and utilities, and to complete existing jobs
18 and to perform future jobs. Without the use of cash collateral, the Debtor
19 will be unable to remain in business. If the Debtor cannot use the cash
20 collateral, its reputation in the industry will be severely harmed. Authorizing
21 the relief requested below will benefit the secured creditors as the use of
22 cash collateral will protect their security. If the secured creditors' liens
23 extend to all of the Debtor's assets, then the Debtor does not have
24 unencumbered sources of monies or other assets to pay ordinary course of
25 business obligations.

26 22. Interim Use. The Debtor requests it be authorized to use cash collateral on
27 an interim basis as per the proposed budget. Attached here as **Exhibit "A"**
28 is a true and correct copy of the Debtor's proposed budget going forward

1 through the end of January, 2015. Various people including me worked on
2 it. It is a true and correct copy of what it appears to be.

3 23. The basis for this report, the proposed budget, relies initially on internally
4 maintained financial historical information from 2013, but also on the
5 Debtor's belief as to what income and expenses will be in the near future.
6 Expenses going forward are estimated on the past 12 months history. The
7 budget is based in part on the Debtor's. To generate estimates of income,
8 the Debtor's personnel considered current work and its estimation of
9 trucking jobs it will obtain in the near future.

10 24. One major difficulty in estimating income and expenses is that the Debtor
11 does not know what jobs it will actually obtain in this interim period. It is a
12 growing business and the Debtor anticipates more jobs during this interim
13 period than it for the same time period last year. The months of January,
14 2015 and February, 2015 are generally slow. The Debtor does not know
15 how much work it will obtain and the number of jobs it obtains bears a
16 direct relationship with certain variable costs, such as fuel expenses and
17 truck repairs. However, based on the growth the Debtor is seeing in its
18 business, I believe there is a good likelihood that there will be more jobs
19 during January, 2015 and February, 2015 than it has had in the past. If
20 the Debtor obtains more jobs than it is forecasting, then it will either need to
21 turn away the work (and not be able to increase the value of the estate's
22 assets) or the Debtor needs to be able to take these jobs despite the budget.

23 25. While expenses such as fuel will vary, the indirect or overhead expenses
24 generally stay consistent. These expenses include rent, staff payroll and
25 payroll taxes, office utilities and insurance.

26 26. Variance. If the Debtor determines that it will need to vary from any one
27 budgeted item by more than 20%, the Debtor proposes it provide written
28 notice by email or telecopier of the variance to the secured creditors and if

they do not object to the variance within 48 business hours, then the variance will be deemed approved. If the secured creditors objects, then the Debtor will seek to hold a hearing on shortened notice to resolve the dispute.

27. Rolling Unspent Expenses Forward. The budget is a weekly budget. Very likely, the Debtor will underspend in various categories in each of the weeks reflected in the budget. In some weeks, there may be many jobs requiring more fuel and driver expenses. In other weeks, there may be fewer jobs than expected, requiring less fuel and driver expenses. The Court should authorize the Debtor to carry over from pervious weeks any unused monies to be used in the same categories in future weeks. Any monies carried forward would not count toward the 20% variance.

28. Rolling Unspent Expenses Forward. The budget is a weekly budget. Very likely, the Debtor will underspend in various categories in each of the weeks reflected in the budget. The Debtor requests that the Court authorize the Debtor to carry over from pervious weeks any unused monies to be used in the same categories in future weeks. The Debtor also requests that the monies carried forward not count toward the 20% variance.

29. To the extent gross revenues exceed projected gross revenues, the Debtor requests use of the excess and apply the excess to the costs of handling the additional jobs. This would mean that office payroll would not increase unless additional office staff was needed. Payments to the corporations and/or independent operators would increase. Fuel costs would increase.

30. The Secured Creditors Are Adequately Protected. Section 361 defines "adequate protection" in various manners including periodic payments to a secured creditor, replacement liens and other relief. The secured creditors are afforded adequate protection of its claim in many ways.

a. The Debtor believes that during the interim period there will be no

1 diminution in value because the amount of business coming in to the
2 Debtor has been increasing this year. Continued operation of the
3 business protects their claims.

4 b. Operating the business maintains value.

5 c. All assets are adequately insured.

6 d. The Debtor will make a regular payment to Wells Fargo on the line of
7 credit during this interim period.

8 31. Final Use of Cash Collateral. The Court should set a hearing on final use of
9 cash collateral and, at that hearing, authorize the Debtor to use cash
10 collateral in the ordinary course of business. Given the difficulties budgeting
11 into the future, because contracts may or may not be awarded to the Debtor
12 and they may start later or sooner than projection, the Debtor requests it be
13 authorized to use cash collateral in the ordinary course of business.

14 **Motion to Pay Payroll.**

15 32. The employees provide crucial functions for the Debtor. They oversee jobs,
16 operate as dispatch, and do work with brokers to obtain business.

17 33. The Debtor pays its employees every week on Friday for wages earned the
18 prior week. With the petition filed on Monday, December 1, 2014, this
19 means the payroll for last week, November 24th through the 30th is owed
20 and not paid. The estimated gross payroll, including payroll to the insiders,
21 is approximately \$10,770.83. The Debtor has funds on hand to pay this
22 sum. Some employees are paid regular amounts as salaries; other are
23 hourly but they work 40 hours a week each week so their payrolls remain
24 constant. I understand that the Bankruptcy Code gives the Bankruptcy
25 Court discretion to permit the payment of prepetition payrolls but only up to
26 a certain amount of money for payroll and other benefits. A true and
27 correct copy of a payroll report is attached here as **Exhibit "D."** This report
28 was prepared at my direction by staff. I oversee the Debtor's administrative

1 functions, including payroll. I have reviewed the report and I am satisfied
2 with its accuracy based on the Debtor's records and based on the years of
3 experience at the Debtor overseeing administrative functions.

4 34. Though my staff is comfortable the gross payroll will be \$10,770.83, the
5 Debtor should have authority to deviate from stated payroll by as much as
6 15% for any one non-insider employee to account for overtime.

7 35. In the normal course, prepetition debts are paid through the plan. The
8 employees, if not paid, will not wait to be paid through the plan and instead
9 will largely leave the Debtor's employment. This will severely impact the
10 Debtor's ability to reorganize and impact the value of the Debtor's assets
11 and business. The economy is improving, something which will encourage
12 trained and skilled employees to look elsewhere for work. The employees
13 are still employed. By paying the prepetition payroll currently due, the
14 employees will keep working and the Debtor will be able to honor its job
15 commitments, meet company expenses and work to reorganize. The
16 Debtor's prospects for reorganization are good. The Debtor is a growing
17 business. It will analyze any financial and operational problems and
18 implement solutions to them.

19 36. I do want the Debtor to be authorized to pay my prepetition payroll once the
20 15 day objection period passes. The insiders, including myself, oversee the
21 company including administrative functions, handle the employee issues
22 and are the people in charge. We work with creditors and vendors. I work
23 with creditors and vendors and work in the field and I now also work with
24 bankruptcy counsel. I am responsible for overseeing which trucks are
25 operational, need repair, where trucks should be delivering to, and I handle
26 emergencies. I manage relationships with employees, truck drivers, and
27 customers. I oversee and maintain the trucks and make sure they are
28 properly maintained. If there is an opportunity to upgrade the trucks, I will.

1 Executed on December __, 2014, at North Hollywood, California.

2 I declare under the penalty of perjury and under the laws of the U.S. of
3 America that the foregoing is true and correct.

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5  CEO 12/2/2014
6 Tigran Gevorgyan
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Exhibit “A”

INCOME		12/1/2014 - 12/5/2014	12/8/2014 - 12/12/2014	12/15/2014 - 12/19/2014	12/22/2014 - 12/26/2014
Gross Revenue		81,037.26	103,100.19	107,645.64	78,157.39
BROKERAGE INCOME		18,021.12	19,977.61	20,101.62	15,063.96
Trailer Lease Income					4500.00
Insurance Income					17,673.00
Oracle Truck Income		18,250.00	19,201.00	19,425.00	15,425.00
TOTAL INCOME		\$117,308.38	\$142,278.80	\$147,172.26	\$130,819.35
EXPENSE		12/1/2014 - 12/5/2014	12/8/2014 - 12/12/2014	12/15/2014 - 12/19/2014	12/22/2014 - 12/26/2014
FIXED					
RENT					
Office				\$1,506.00	
Parking			\$4,433.00		
UTILITY BILLS		\$987.95	\$2,099.23	\$257.31	\$1,005.60
SALARIES		\$10,770.83	\$10,770.83	\$10,770.83	\$10,770.83
INSURANCE					\$17,521.00
VEHICLE FINANCE PAYMENTS		\$2,650.00	\$2,864.00	\$3,379.19	\$10,324.24
TRUCK/TRAILER REGISTRATION					\$11,000.00
TRAILER FINANCE PAYMENTS		\$6,462.73	\$1,139.97		
IFTA					
VARIABLE COSTS		12/1/2014 - 12/5/2014	12/8/2014 - 12/12/2014	12/15/2014 - 12/19/2014	12/22/2014 - 12/26/2014
FUEL		\$45,500.00	\$45,500.00	\$45,500.00	\$45,500.00
TRUCK REPAIRS		\$2,500.00	\$2,500.00	\$2,500.00	\$2,500.00
DRIVER DAILY EXPENSES		\$1,200.00	\$1,200.00	\$1,200.00	\$1,200.00
Other Expenses		\$1,200.00	\$1,200.00	\$1,200.00	\$1,200.00
Lumper		\$800.00	\$800.00	\$800.00	\$800.00
Tickets		\$500.00	\$500.00	\$500.00	\$500.00
DRIVER EXPENSE		\$34,561.00	\$58,766.92	\$61,357.37	\$44,549.71
TOTAL EXPENSE		\$107,132.51	\$131,773.95	\$128,970.70	\$146,871.38

INCOME		12/29/2014 - 1/2/2015	1/5/2015-1/9/2015	1/12/2015-1/16/2015	1/19/2015-1/23/2015
Gross Revenue		79,023.62	68,821.10	70,816.71	70,324.79
BROKERAGE INCOME		15,326.16	17,085.75	16,084.25	16,324.25
Trailer Lease Income					
Insurance Income					
Oracle Truck Income		15,654.00	18194.65	17200.54	17452.46
TOTAL INCOME		\$110,003.78	104,101.50	104,101.50	104,101.50
EXPENSE					
FIXED		12/29/2014 - 1/2/2015	1/5/2015-1/9/2015	1/12/2015-1/16/2015	1/19/2015-1/23/2015
RENT					
Office					\$1,506.00
Parking				\$4,433.00	
UTILITY BILLS			\$987.95	\$2,099.23	\$257.31
SALARIES		\$10,770.83	\$10,770.83	\$10,770.83	\$10,770.83
INSURANCE					
VEHICLE FINANCE PAYMENTS			\$5,514.00	\$3,379.19	
TRUCK/TRAILER REGISTRATION					
TRAILER FINANCE PAYMENTS			\$6,462.73	\$1,139.97	
IFTA					\$4,500.00
VARIABLE COSTS					
FUEL		\$35,000.00	\$32,000.00	\$32,000.00	\$32,000.00
TRUCK REPAIRS		\$2,500.00	\$2,300.00	\$2,300.00	\$2,300.00
DRIVER DAILY EXPENSES		\$1,200.00	\$1,100.00	\$1,100.00	\$1,100.00
Other Expenses		\$1,200.00	\$1,100.00	\$1,100.00	\$1,100.00
Lumper		\$800.00	\$700.00	\$700.00	\$700.00
Tickets		\$500.00	\$400.00	\$400.00	\$400.00
DRIVER EXPENSE		\$45,043.64	\$36,532.00	\$38,550.00	\$38,550.00
TOTAL EXPENSE		\$97,014.47	\$97,867.51	\$97,972.22	\$93,184.14

INCOME		1/26/2015-1/30/2015	TOTAL FOR 9 WEEKS
Gross Revenue		68,321.80	\$727,248.50
BROKERAGE INCOME		14,848.75	\$152,833.47
Trailer Lease Income		4500.00	\$9,000.00
Insurance Income		17,673.00	\$35,346.00
Oracle Truck Income		15930.95	\$156,733.60
			\$0.00
TOTAL INCOME		121,274.50	\$1,081,161.57
EXPENSE			
FIXED		1/26/2015-1/30/2015	
RENT			
Office			\$3,012.00
Parking			\$8,866.00
UTILITY BILLS		\$1,005.60	\$8,700.18
SALARIES		\$10,770.83	\$96,937.47
INSURANCE		\$17,521.00	\$35,042.00
VEHICLE FINANCE PAYMENTS		\$10,324.24	\$38,434.86
TRUCK/TRAILER REGISTRATION			\$11,000.00
TRAILER FINANCE PAYMENTS			\$15,205.40
IFTA			\$4,500.00
VARIABLE COSTS			
FUEL		\$40,000.00	\$353,000.00
TRUCK REPAIRS		\$2,300.00	\$21,700.00
DRIVER DAILY EXPENSES		\$1,100.00	\$10,400.00
Other Expenses		\$1,100.00	\$10,400.00
Lumper		\$700.00	\$6,800.00
Tickets		\$400.00	\$4,100.00
DRIVER EXPENSE		38550	\$396,460.64
TOTAL EXPENSE		\$123,771.67	\$1,024,558.55
	PROFIT		\$56,603.02

TOTAL EXPENSES FOR THIS FORECAST IS: \$1,024,558.55

- **Income based on historical figures
- ** Utilities based on due dates of bills for internet, phone.
- ** Parking includes two locations
- ** Brokerage income is income made by company from load brokered to owner operators
- ** Variable expenses may vary by large margins due to the nature of the business.**

VEHICLE PAYMENTS	Amount	Due Date
KERN SCHOOLS	\$ 1,188.50	12/21/2014
GE FINANCIAL	\$ 2,190.69	12/17/2014
GE FINANCIAL	\$ 3,796.75	12/28/2014
GE FINANCIAL	\$ 1,774.66	12/28/2014
WELLS FARGO EQUIPMENT	\$ 1,175.38	12/3/2014
WELLS FARGO EQUIPMENT	\$ 5,287.35	12/3/2014
WELLS FARGO EQUIPMENT	\$ 1,596.44	12/27/2014
WELLS FARGO EQUIPMENT	\$ 3,156.39	12/27/2014
WELLS FARGO EQUIPMENT	\$ 1,139.97	12/14/2014
ROLLS ROYCE FINANCIAL	\$ 2,650.00	12/7/2014
US BANK	\$ 1,223.00	12/10/2014
US BANK	\$ 1,641.00	12/10/2014
TOTAL	\$26,820.13	

Exhibit “B”

Form **1120S**Department of the Treasury
Internal Revenue Service**U.S. Income Tax Return for an S Corporation**Do not file this form unless the corporation has filed or is
attaching Form 2553 to elect to be an S corporation.Information about Form 1120S and its separate instructions is at www.irs.gov/form1120s.

OMB No. 1545-0130

2013

For calendar year 2013 or tax year beginning , 2013, ending

A S election effective date 01/01/10	TYPE OR PRINT	Name ORACLE TRANSPORTATION SOLUTIONS INC	D Employer identification number J0810
B Business activity code number (see instrs) 484120		Number, street, and room or suite no. If a P.O. box, see instructions. 6422 BELLINGHAM AVE. UNIT 203	E Date incorporated 11/06/07
C Check if Schedule M-3 attached <input type="checkbox"/>		City or town, state or province, country, and ZIP or foreign postal code NORTH HOLLYWOOD CA 91606	F Total assets (see instructions) \$ 302,224.
G Is the corporation electing to be an S corporation beginning with this tax year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' attach Form 2553 if not already filed			
H Check if: (1) <input type="checkbox"/> Final return (2) <input type="checkbox"/> Name change (3) <input type="checkbox"/> Address change (4) <input type="checkbox"/> Amended return (5) <input type="checkbox"/> S election termination or revocation			

I Enter the number of shareholders who were shareholders during any part of the tax year 1**Caution.** Include only trade or business income and expenses on lines 1a through 21. See the instructions for more information.

INCOME	1 a Gross receipts or sales	1 a	6,020,321.	
	b Returns and allowances	1 b		
	c Balance. Subtract line 1b from line 1a	1 c	6,020,321.	
	2 Cost of goods sold (attach Form 1125-A)	2	4,934,724.	
	3 Gross profit. Subtract line 2 from line 1c	3	1,085,597.	
	4 Net gain (loss) from Form 4797, line 17 (attach Form 4797)	4	6,600.	
DEDUCTIONS SEE INSTRS	5 Other income (loss) (see instrs — att statement)	5		
	6 Total income (loss). Add lines 3 through 5.	6	1,092,197.	
	7 Compensation of officers (see instructions - attach Form 1125-E)	7	48,000.	
	8 Salaries and wages (less employment credits)	8		
	9 Repairs and maintenance	9	28,017.	
	10 Bad debts	10		
	11 Rents	11	42,493.	
	12 Taxes and licenses	12	4,948.	
	13 Interest	13		
	14 Depreciation not claimed on Form 1125-A or elsewhere on return (attach Form 4562)	14	138,097.	
	15 Depletion (Do not deduct oil and gas depletion.)	15		
TAX AND PAYMENTS	16 Advertising	16	581.	
	17 Pension, profit-sharing, etc, plans	17		
	18 Employee benefit programs	18		
	19 Other deductions (attach statement)	19	802,850.	
	20 Total deductions. Add lines 7 through 19	20	1,064,986.	
	21 Ordinary business income (loss). Subtract line 20 from line 6	21	27,211.	
	22 a Excess net passive income or LIFO recapture tax (see instructions)	22 a		
	b Tax from Schedule D (Form 1120S)	22 b		
	c Add lines 22a and 22b (see instructions for additional taxes)	22 c		
	23 a 2013 estimated tax payments and 2012 overpayment credited to 2013	23 a		
	b Tax deposited with Form 7004	23 b	0.	
	c Credit for federal tax paid on fuels (attach Form 4136)	23 c		
d Add lines 23a through 23c	23 d	0.		
24 Estimated tax penalty (see instructions). Check if Form 2220 is attached	24			
25 Amount owed. If line 23d is smaller than the total of lines 22c and 24, enter amount owed	25	0.		
26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid	26			
27 Enter amount from line 26 Credited to 2014 estimated tax	27			

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer	Date	Title
<u>ALFRED MAKHMUDYAN</u>		PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name ALFRED MAKHMUDYAN	Preparer's signature ALFRED MAKHMUDYAN	Date	Check <input type="checkbox"/> if self-employed	PTIN P00840096
Firm's name GLENDAL ACCOUNTING GROUP, INC.	Firm's EIN J429			
Firm's address 750 FAIRMONT AVE. STE. 104 GLENDAL CA 91203-1070	Phone no. (818) 243-3600			

BAA For Paperwork Reduction Act Notice, see separate instructions.

SPSA0112 01/15/14

Form 1120S (2013)

Form **1120S**

Department of the Treasury
Internal Revenue Service

U.S. Income Tax Return for an S Corporation

Do not file this form unless the corporation has filed or is attaching Form 2553 to elect to be an S corporation.
Information about Form 1120S and its separate instructions is at www.irs.gov/form1120s.

OMB No. 1545-0130

2012

For calendar year 2012 or tax year beginning 2012, ending

A S election effective date 01/01/10	TYPE OR PRINT	Name ORACLE TRANSPORTATION SOLUTIONS INC	D Employer identification number J0810
B Business activity code number (see instrs) 484120		Number, street, and room or suite no. If a P.O. box, see instructions. 6422 BELLINGHAM AVE. UNIT 203	E Date incorporated 11/06/07
C Check if Schedule M-3 attached <input type="checkbox"/>		City or town, state, and ZIP code NORTH HOLLYWOOD CA 91606	F Total assets (see instructions) \$ 324,490.

G Is the corporation electing to be an S corporation beginning with this tax year? Yes ☐ No ☒ If 'Yes,' attach Form 2553 if not already filed

H Check if: (1) ☐ Final return (2) ☐ Name change (3) ☐ Address change
(4) ☐ Amended return (5) ☐ S election termination or revocation

I Enter the number of shareholders who were shareholders during any part of the tax year 1

Caution. Include only trade or business income and expenses on lines 1a through 21. See the instructions for more information.

INCOME	1 a Gross receipts or sales	1 a 6,341,950.	
	b Returns and allowances	1 b	
	c Balance. Subtract line 1b from line 1a	1 c 6,341,950.	
	2 Cost of goods sold (attach Form 1125-A)	2 5,433,989.	
	3 Gross profit. Subtract line 2 from line 1c	3 907,961.	
	4 Net gain (loss) from Form 4797, line 17 (attach Form 4797)	4	
DEDUCTIONS SEE INSTRS	5 Other income (loss) (see instrs — att statement)	5	
	6 Total income (loss). Add lines 3 through 5	6 907,961.	
	7 Compensation of officers	7 30,000.	
	8 Salaries and wages (less employment credits)	8	
	9 Repairs and maintenance	9 51,875.	
	10 Bad debts	10	
	11 Rents	11 22,280.	
	12 Taxes and licenses	12 2,575.	
	13 Interest	13	
	14 Depreciation not claimed on Form 1125-A or elsewhere on return (attach Form 4562)	14 117,113.	
	15 Depletion (Do not deduct oil and gas depletion.)	15	
TAX AND PAYMENTS	16 Advertising	16 1,150.	
	17 Pension, profit-sharing, etc, plans	17	
	18 Employee benefit programs	18	
	19 Other deductions (attach statement) * STMT	19 593,754.	
	20 Total deductions. Add lines 7 through 19	20 818,747.	
	21 Ordinary business income (loss). Subtract line 20 from line 6	21 89,214.	
	22 a Excess net passive income or LIFO recapture tax (see instructions)	22 a	
	b Tax from Schedule D (Form 1120S)	22 b	
	c Add lines 22a and 22b (see instructions for additional taxes)	22 c	
	23 a 2012 estimated tax payments and 2011 overpayment credited to 2012	23 a	
	b Tax deposited with Form 7004	23 b 0.	
	c Credit for federal tax paid on fuels (attach Form 4136)	23 c	
23 d Add lines 23a through 23c	23 d 0.		
24 Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	24		
25 Amount owed. If line 23d is smaller than the total of lines 22c and 24, enter amount owed	25 0.		
26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid	26		
27 Enter amount from line 26 Credited to 2013 estimated tax	27 Refunded		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer _____ Date _____ Title **PRESIDENT**

May the IRS discuss this return with the preparer shown below (see instructions)?
☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name ALFRED MAKHMUDYAN	Preparer's signature ALFRED MAKHMUDYAN	Date	Check <input type="checkbox"/> if self-employed	PTIN P00840096
	Firm's name GLENDAL ACCOUNTING GROUP, INC.	Firm's EIN 1429			
	Firm's address GLENDAL CA 91203-1070	Phone no. (818) 243-3600			

BAA For Paperwork Reduction Act Notice, see separate instructions.

SPSA0112 12/30/12

Form **1120S** (2012)

Form **1120S**

Department of the Treasury
Internal Revenue Service

U.S. Income Tax Return for an S Corporation

▶ Do not file this form unless the corporation has filed or is attaching Form 2553 to elect to be an S corporation.
▶ See separate instructions.

OMB No. 1545-0130

2011

For calendar year 2011 or tax year beginning , 2011, ending

A S election effective date 01/01/10	TYPE OR PRINT	Name ORACLE TRANSPORTATION SOLUTIONS INC	D Employer identification number 10810
B Business activity code number (see instrs) 484120		Number, street, and room or suite no. If a P.O. box, see instructions. 6422 BELLINGHAM AVE. UNIT 203	E Date incorporated 11/06/07
C Check if Sch M-3 attached <input type="checkbox"/>		City or town, state, and ZIP code NORTH HOLLYWOOD CA 91606	F Total assets (see instructions) \$ 371,277.

G Is the corporation electing to be an S corporation beginning with this tax year? Yes ☐ No ☒ If 'Yes,' attach Form 2553 if not already filed

H Check if: (1) ☐ Final return (2) ☐ Name change (3) ☐ Address change
(4) ☐ Amended return (5) ☐ S election termination or revocation

I Enter the number of shareholders who were shareholders during any part of the tax year 1

Caution. Include **only** trade or business income and expenses on lines 1a through 21. See the instructions for more information.

I N C O M E	1a Merchant card and third-party payments. For 2011, enter -0-.....	1a	0.	
	b Gross receipts or sales not reported on line 1a (see instructions)	1b	6,127,516.	
	c Total. Add lines 1a and 1b	1c	6,127,516.	
	d Returns and allowances plus any other adjustments (see instructions)	1d	14,424.	
	e Subtract line 1d from line 1c	1e	6,113,092.	
D E D U C T I O N S S E E I N S T R U C T I O N S	2 Cost of goods sold (attach Form 1125-A)	2	5,036,768.	
	3 Gross profit. Subtract line 2 from line 1e	3	1,076,324.	
	4 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)	4		
	5 Other income (loss) (see instrs — att statement)	5		
	6 Total income (loss). Add lines 3 through 5	6	1,076,324.	
	7 Compensation of officers	7	24,000.	
	8 Salaries and wages (less employment credits)	8		
	9 Repairs and maintenance	9	84,165.	
	10 Bad debts	10	13,528.	
	11 Rents	11	18,546.	
	12 Taxes and licenses	12	1,637.	
	13 Interest	13		
	14 Depreciation not claimed on Form 1125-A or elsewhere on return (attach Form 4562)	14	47,986.	
	15 Depletion (Do not deduct oil and gas depletion.)	15		
	16 Advertising	16	3,113.	
	T A X A N D P A Y M E N T S	17 Pension, profit-sharing, etc, plans	17	
18 Employee benefit programs		18		
19 Other deductions (attach statement) *.. STMT.....		19	827,058.	
20 Total deductions. Add lines 7 through 19		20	1,020,033.	
21 Ordinary business income (loss). Subtract line 20 from line 6		21	56,291.	
22a Excess net passive income or LIFO recapture tax (see instructions)		22a		
b Tax from Schedule D (Form 1120S)		22b		
c Add lines 22a and 22b (see instructions for additional taxes)		22c		
23a 2011 estimated tax payments and 2010 overpayment credited to 2011		23a		
b Tax deposited with Form 7004		23b	0.	
c Credit for federal tax paid on fuels (attach Form 4136)	23c			
d Add lines 23a through 23c	23d	0.		
24 Estimated tax penalty (see instructions). Check if Form 2220 is attached	24			
25 Amount owed. If line 23d is smaller than the total of lines 22c and 24, enter amount owed	25	0.		
26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid	26			
27 Enter amount from line 26 Credited to 2012 estimated tax	27			

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer _____ Date _____ Title **PRESIDENT**

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name _____ Preparer's signature _____ Date _____ Check ☐ if self-employed PTIN _____
Firm's name ▶ **GLENDAL ACCOUNTING GROUP, INC.** Firm's EIN ▶ **129**
Firm's address ▶ **750 FAIRMONT AVE STE 104**
GLENDAL CA **91203-1070** Phone no. **(818) 243-3600**

Exhibit “C”

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

UCC DIRECT SERVICES
2727 ALLEN PARKWAY
HOUSTON, TX 77019
USA

DOCUMENT NUMBER: 22090300002

FILING NUMBER: 09-7206242658

FILING DATE: 08/21/2009 10:41

IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

OR	1a. ORGANIZATION'S NAME Oracle Transportation Solutions, Inc			
	1b. INDIVIDUAL'S LAST NAME			
	FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 6422 Bellingham Ave Ste 203		CITY North Hollywood	STATE CA	POSTAL CODE 91606
		COUNTRY USA		
1d. SEE INSTRUCTIONS	ADD'L DEBTOR INFO		1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION CA
			1g. ORGANIZATIONAL ID#, if any C3029019	
			NONE	

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

OR	2a. ORGANIZATION'S NAME			
	2b. INDIVIDUAL'S LAST NAME			
	FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
		COUNTRY		
2d. SEE INSTRUCTIONS	ADD'L DEBTOR INFO		2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION
			2g. ORGANIZATIONAL ID#, if any	
			NONE	

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

OR	3a. ORGANIZATION'S NAME Capital Partners Funding LLC			
	3b. INDIVIDUAL'S LAST NAME			
	FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS P.O. Box 2766		CITY Carlsbad	STATE CA	POSTAL CODE 92018
		COUNTRY USA		

4. This FINANCING STATEMENT covers the following collateral:

All Debtor's Assets. Notice: Pursuant to an agreement between Debtor and Secured Party, debtor has agreed not to grant a security interest in the above collateral to any other entity. Accordingly, the acceptance of any security interest by anyone other than the Secured Party is likely to constitute the tortious interference with the Secured Party's rights. In the event that any entity is granted a security interest in Debtor's accounts, chattel paper or general intangibles contrary to the above, the Secured Party asserts a claim to any proceeds thereof received by such entity.

5. ALT DESIGNATION: ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAILOR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC FILING

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS
Attach Addendum [if applicable]

7. Check to REQUEST SEARCH REPORT(S) on Debtor(s)

[ADDITIONAL FEE] [optional] ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2

8. OPTIONAL FILER REFERENCE DATA

CA-0-38392854-Oracle

FILING OFFICE COPY

NOTICE OF JUDGMENT LIEN

FOLLOW INSTRUCTIONS CAREFULLY (front and back of form.)

A. NAME & PHONE OF FILER'S CONTACT (optional)
Dennis A. Cammarano, Esq.; (562) 495-9501

B. SEND ACKNOWLEDGMENT TO: (NAME AND ADDRESS)

Dennis A. Cammarano, Esq.
Jeremy B. Gard, Esq.
CAMMARANO LAW GROUP
555 East Ocean Boulevard, Suite 501
Long Beach, California 90802
O/R: 3177

14-7414645389

06/05/2014 17:00



SOS

FILED

CALIFORNIA
SECRETARY OF STATE



43343280002 UCC FILING

1. JUDGMENT DEBTOR'S EXACT LEGAL NAME --Insert only one name, either 1a or 1b. Do not abbreviate or combine names.

1a. ORGANIZATION'S NAME
ORACLE TRANSPORTATION SOLUTIONS, INC.

1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 6422 Bellingham Avenue, Suite 203	CITY North Hollywood	STATE CA	POSTAL CODE 91606	COUNTRY US

2. JUDGMENT CREDITOR'S NAME-- Do not abbreviate or combine names.

2a. ORGANIZATION'S NAME
CEVA GROUND US, LP c/o CAMMARANO LAW GROUP

2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	SUFFIX	
2c. MAILING ADDRESS 555 East Ocean Boulevard, Suite 501	CITY Long Beach	STATE CA	POSTAL CODE 90802	COUNTRY US

3. ALL PROPERTY SUBJECT TO ENFORCEMENT OF A MONEY JUDGMENT AGAINST THE JUDGMENT DEBTOR TO WHICH A JUDGMENT LIEN ON PERSONAL PROPERTY MAY ATTACH UNDER SECTION 697.530 OF THE CODE OF CIVIL PROCEDURE IS SUBJECT TO THIS JUDGMENT LIEN.

- A. Title of court where judgment was entered: Superior Court of California- County of
Los Angeles, Compton Courthouse
- B. Title of the action: CEVA GROUND US, LP v. ORACLE TRANSPORTATION SOLUTIONS, INC.
- C. Number of this action: TC027169
- D. Date judgment was entered: April 10, 2014
- E. Date of subsequent renewals of judgment (if any):
- F. Amount required to satisfy judgment at date of this notice: \$ 305,977.85
- G. Date of this notice: June 2, 2014

4. I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct:

SIGNATURE - SEE INSTRUCTION NO. 4

CAMMARANO LAW GROUP
FOR: JUDGMENT CREDITOR- CEVA GROUND US, LP

Dated: June 2, 2014
(If not indicated, use same as date in item 3G.)

JUDGMENT LIEN ADDENDUM

FOLLOW INSTRUCTIONS CAREFULLY (FRONT AND BACK OF FORM)

5. NAME OF JUDGMENT DEBTOR: (NAME OF FIRST DEBTOR ON RELATED JUDGMENT LIEN)

5a. ORGANIZATION'S NAME			
5b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

6. ADDITIONAL JUDGMENT DEBTOR – insert only one name (6a or 6b):

6a. ORGANIZATION'S NAME			
6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
6c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY

7. ADDITIONAL JUDGMENT DEBTOR – insert only one name (7a or 7b):

7a. ORGANIZATION'S NAME			
7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY

8. ADDITIONAL JUDGMENT DEBTOR – insert only one name (8a or 8b):

8a. ORGANIZATION'S NAME			
8b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
8c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY

9. ADDITIONAL JUDGMENT CREDITOR – insert only one name (9a or 9b):

9a. ORGANIZATION'S NAME			
9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
9c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY

10. ADDITIONAL JUDGMENT CREDITOR – insert only one name (10a or 10b):

10a. ORGANIZATION'S NAME			
10b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
10c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY

43343280002

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Gisella Melendez 800-331-3282
B. SEND ACKNOWLEDGMENT TO: (Name and Address) CT LIEN SOLUTIONS 2727 ALLEN PARKWAY HOUSTON, TX 77019 USA

DOCUMENT NUMBER: 39033730002
FILING NUMBER: 13-7374021987
FILING DATE: 08/15/2013 15:37
IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names				
OR 1a. ORGANIZATION'S NAME ORACLE TRANSPORTATION SOLUTIONS, INC				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 6422 BELLINGHAM AVE STE 203		CITY NORTH HOLLYWOOD	STATE CA	POSTAL CODE 91606-1417
1d. SEE INSTRUCTIONS		1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION CA	1g. ORGANIZATIONAL ID#, if any 03029019 <input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names				
OR 2a. ORGANIZATION'S NAME				
2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. SEE INSTRUCTIONS		2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)				
OR 3a. ORGANIZATION'S NAME Wells Fargo Bank, N.A.				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS PO Box 8203		CITY Boise	STATE ID	POSTAL CODE 83707-2203
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:
All accounts (including health care insurance receivables), deposit accounts, contract rights, chattel paper, (whether electronic or tangible), commercial tort claims, instruments, promissory notes, investment property, general intangibles (including payment intangibles and software), letter of credit rights, letters of credit, and other rights to payment of every kind now existing or at any time hereafter arising. All inventory, including all goods held for sale or lease or to be furnished under contracts for service, or goods so leased or furnished, raw materials, component parts, work in process and other materials used or consumed in Grantor's business, now or at any time hereafter owned or acquired by Grantor, wherever located, and all products thereof, whether in the possession of Grantor, any warehousemen, any bailee or any other person, or in process of delivery, and whether located at Grantor's places of business or elsewhere. All equipment, goods, tools, machinery, furnishings, furniture and other equipment and fixtures of every kind now existing or hereafter acquired, and all improvements, replacements, accessions and additions thereto and embedded

5. ALT DESIGNATION: <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING	
6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS Attach Addendum [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2

8. OPTIONAL FILER REFERENCE DATA CA-0-39424473-47701491

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Page 2

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME ORACLE TRANSPORTATION SOLUTIONS, INC		
OR 9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

DOCUMENT NUMBER: 39033730002
IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR CA FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME			
OR 11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE POSTAL CODE COUNTRY
11d. SEE INSTRUCTIONS	ADD'L DEBTOR INFO	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> NONE

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR 12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
12c. MAILING ADDRESS		CITY	STATE POSTAL CODE COUNTRY

13. This FINANCING STATEMENT covers ☐ timber to be cut on ☐ as-extracted collateral, or is filed as a ☐ fixture filing.

14. Description of real estate:

15. Name and address of RECORD OWNER of above-described real estate
(if Debtor does not have a record interest):

16. Additional collateral description:

software included therein, whether located on any property owned or leased by Grantor or elsewhere, including without limitation, any of the foregoing now or at any time hereafter located at or installed on the land or in the improvements at any of the real property owned or leased by Grantor, and all such goods after they have been severed and removed from any of said real property.

17. Check only if applicable and check only one box.

Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate

18. Check only if applicable and check only one box.

☐ Debtor is a TRANSMITTING UTILITY
☐ Filed in connection with a Manufactured-Home Transaction - effective 30 years
☐ Filed in connection with a Public-Finance Transaction - effective 30 years

FILING OFFICE COPY

Exhibit “D”

Payroll Expense	Weekly Total	Projected Payroll Taxes
Tigran Gevorgyan	\$ 3,645.83	\$ 1,203.12
Arnold Nazar	\$ 1,000.00	\$ 330.00
Roman Terovsepyan	\$ 1,000.00	\$ 330.00
Henry Bagramyan	\$ 950.00	\$ 313.50
Sarmen Ovespyan	\$ 900.00	\$ 297.00
Amik Gasparyan	\$ 900.00	\$ 297.00
Khachik Gevorgyan	\$ 1,000.00	\$ 330.00
Ovanes Pogosyan	\$ 875.00	\$ 288.75
Vartan Tolmoyan	\$ 500.00	\$ 165.00
TOTAL	\$10,770.83	\$ 3,554.37